FORM PTO-1594 1-31-92

RECORDATION FORM COVER SHEET U.S. DEPARTMENT OF COMMERCE TRADEMARKS ONLY

Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Plea	se record the attached original documents or copy thereof		
To the Honorable Commissioner of Patents and Trademarks: Plea 1. Name of conveying party(ies): BlueLight.com LLC Individual(s) General Partnership Corporation-State Other Additional name(s) of conveying party(ies) attached? Yes No Nature of conveyance:	2. Name and address of receiving party(ies): Name: Kmart of Michigan, Inc. Internal Address: Street Address: 3100 West Big Beaver City: Troy State: MI ZIP: 48084 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Other		
X Assignment ☐ Merger ☐ Security Agreement ☐ Change of Name ☐ Other	If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No		
Execution Date: 2/12/2003	(Designations must be a separate document from Assignment) Additional name(s) & address(es) attached? Yes No		
4. Application number(s) or registration number(s): A. Trademark Application No.(s) Additional numbers attached	B. Trademark Registration No.(s) 1,179,644 ed? Yes No		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: Kari M. VanWambeke	6. Total number of applications and registrations involved:		
Internal Address: Kmart of Michigan, Inc.	7. Total fee (37 CFR 3.41): \$ 40.00 X Enclosed Authorized to be charged to deposit account		
Street Address: 3100 W. Big Beaver Road	8. Deposit account number:		
City: Troy State: MI ZIP: 48084	(Attach duplicate copy of this page if paying by deposit account)		
DO NOT USE TH	IIS SPACE		
9. Statement and signature. To the best of my knowledge and belief, the foregoing information of the original document. Norma Jean Tumey Name of Person Signing	Signature Total number of pages comprising cover sheet:		
Do not detach the			

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks

Public burden reporting for this sample cover sheet is estimated to average 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and review the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paper Work Reduction Proj. 100 (1941) 2051). **REEL: 002699 FRAME: 0475**

FORM PTO-1594	RECORDATION FO	ORM COVER SHEET		
1-31-92	03-05-	2003	Patent and Trademark Office	
To the Honorable Commissioner of Pa			ached original documents or copy thereof	
. Name of conveying party(ies):	4.000.00	8 710	nd address of receiving party(ies):	
BLUELILHT, COMLL	$-\frac{102380}{1}$	Internal	KMART DF MICHIGAN, IN Address:	
	sociation		ddress: 3100 W. BIL BEAVER	
	nited Partnership		<u> POU Statem/ ZIP:4808</u>	
☑ Corporation-State	- !	☐ Individual(s) citizenship		
Other	3.3.03	Association		
Additional name(s) of conveying party(ies) attached?		☐ Gene	eral Partnership	
		Limited Partnership		
		_ ДिСоп	poration-State	
3. Nature of conveyance:		☐ Othe	er	
Assignment			If assignee is not domiciled in the United States, a domestic	
☐ Security Agreement ☐ Ch. ☐ Other	ange of Name	representative designation is attached: Yes 🖾 No		
		, •	must be a separate document from Assignment)	
Execution Date: 2/12/200.	3	Additional na	me(s) & address(es) attached? 🔲 Yes 💹 No	
4. Application number(s) or registration i	number(s):			
A. Trademark Application No.(s)		B. Trac	lemark Registration No.(s)	
		_ //	179,644	
	Additional numbers a	ttached? Yes	No	
		·		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>KARIM. VANIMMERKE</u> Internal Address:			number of applications ristrations involved:	
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Street Address: KMART OF	manual to A al la		horized to be charged to deposit account	
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9. Statement and signature.				
9. Statement and signature. To the best of my knowledge and bel	lief, the foregoing info	rmation is true and c	orrect and any attached copy is a true copy	
9. Statement and signature. To the best of my knowledge and belof the original document.	lief, the foregoing info	rmation is true and co		
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To the best of my knowledge and belof the original document. Noema J. Tum € U	lief, the foregoing info	Signature	furne 3/35/03	

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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REEL: 002699 FRAME: 0476

ASSIGNMENT

ASSIGNMENT made this 12 th day of February, 2003, by and between BLUELIGHT.COM LLC, ("Assignor"), a Delaware corporation having its principle place of business at 3100 West Big Beaver Road, Troy, Michigan 48084 to KMART OF MICHIGAN, INC. ("Assignee"), a Michigan corporation having its principal place of business at 3100 West Big Beaver Road, Troy, Michigan 48084. WHEREAS, Assignor owns and has used, or is using the trademark, BLUE LIGHT SPECIAL, Federal Registration No. 1,179,644 in the United States;

WHEREAS, Assignee is desirous of acquiring the Marks and the goodwill of the business associated therewith;

NOW, THEREFORE, in consideration of the sum of ten (\$10.00) dollars and other valuable consideration, the receipt of which is hereby acknowledged, Assignor conveys, transfers, and assigns to Assignee all its rights, title, and interest in and to the Marks, together with the goodwill of the business symbolized thereby.

Assignor further assigns to Assignee all rights to sue for and receive all damages occurring from past infringing uses of the Mark.

Assignor warrants that it has good and valid title to the Mark, including the applications and registrations therefor.

Assignor agrees that upon request by Assignee, Assignor shall execute all papers, make all rightful oaths, testify on behalf of Assignee and do all other lawful acts necessary to carry out the intent of this Assignment at Assignee's expense and request, as well as provide such other material, information, or assistance as Assignee may consider necessary.

REEL: 002699 FRAME: 0477

This Assignment shall be binding on the parties, their successors and/or assigns and all others acting by, through, with, or under their direction, and all those in privity therewith.

BLUELIGHT.COM, LEG

ACKNOWLEDGMENT

Kmart of Michigan, Inc. hereby acknowledges and accepts the above assignment.

State of Michigan) ss:

County of Oakland

Charles Thompson, being duly sworn, did depose and say this 12 day of February, 2003, that he is an officer of Bluelight.com, LLC; that he is authorized to execute this assignment on behalf of said company; that he has read and signed the forgoing assignment and knows and understands the contents thereof.

My Commission expires: 2.18.07

NOTARY PUBLIC WAYNE CO., MI MY COMMISSION EXPIRES Feb 18, 2207

RECORDED: 03/03/2003

TRADEMARK REEL: 002699 FRAME: 0478